

United States Bankruptcy Court WESTERN DISTRICT OF TEXAS EL PASO DIVISION								Voluntary Petition			
Name of Debtor (if individual, enter Last, First, Middle): <b>BASIC SPORTS APPAREL, INC.</b>				Name of Joint Debtor (Spouse) (Last, First, Middle):							
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):				All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):							
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all): <b>74-2651861</b>				Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all):							
Street Address of Debtor (No. and Street, City, and State): <b>301 Williams</b> <b>El Paso, TX</b>				Street Address of Joint Debtor (No. and Street, City, and State):							
				ZIP CODE <b>79901</b>						ZIP CODE	
County of Residence or of the Principal Place of Business: <b>El Paso</b>				County of Residence or of the Principal Place of Business:							
Mailing Address of Debtor (if different from street address): <b>301 Williams</b> <b>El Paso, TX</b>				Mailing Address of Joint Debtor (if different from street address):							
				ZIP CODE <b>79901</b>						ZIP CODE	
Location of Principal Assets of Business Debtor (if different from street address above):											
										ZIP CODE	
<b>Type of Debtor</b> (Form of Organization) (Check one box.)				<b>Nature of Business</b> (Check one box.) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other			<b>Chapter of Bankruptcy Code Under Which the Petition is Filed</b> (Check one box.) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13			<b>Nature of Debts</b> (Check one box.) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.	
<b>Chapter 15 Debtors</b> Country of debtor's center of main interests: Each country in which a foreign proceeding by, regarding, or against debtor is pending:				<b>Tax-Exempt Entity</b> (Check box, if applicable.) <input type="checkbox"/> Debtor is a tax-exempt organization under title 26 of the United States Code (the Internal Revenue Code).							
<b>Filing Fee</b> (Check one box.) <input checked="" type="checkbox"/> Full Filing Fee attached. <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.				<b>Check one box:</b>			<b>Chapter 11 Debtors</b> <input type="checkbox"/> Debtor is a small business debtor as defined by 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).			<b>Check if:</b> <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,490,925 (amount subject to adjustment on 4/01/16 and every three years thereafter).	
										<b>Check all applicable boxes:</b> <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).	
<b>Statistical/Administrative Information</b> <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.										THIS SPACE IS FOR COURT USE ONLY	
<b>Estimated Number of Creditors</b> <input type="checkbox"/> 1-49 <input checked="" type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> Over 100,000											
<b>Estimated Assets</b> <input type="checkbox"/> \$0 to \$50,001 to \$100,001 to \$500,001 <input type="checkbox"/> \$50,000 to \$100,000 to \$500,000 <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion											
<b>Estimated Liabilities</b> <input type="checkbox"/> \$0 to \$50,001 to \$100,001 to \$500,001 <input type="checkbox"/> \$50,000 to \$100,000 to \$500,000 <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion											

<b>Voluntary Petition</b> <i>(This page must be completed and filed in every case.)</i>		Name of Debtor(s): <b>BASIC SPORTS APPAREL, INC.</b>
<b>All Prior Bankruptcy Cases Filed Within Last 8 Years</b> (If more than two, attach additional sheet.)		
Location Where Filed:	Case Number:	Date Filed:
Location Where Filed:	Case Number:	Date Filed:
<b>Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of this Debtor</b> (If more than one, attach additional sheet.)		
Name of Debtor:	Case Number:	Date Filed:
District:	Relationship:	Judge:
<b>Exhibit A</b> (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)		<b>Exhibit B</b> (To be completed if debtor is an individual whose debts are primarily consumer debts.) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b).
<input type="checkbox"/> Exhibit A is attached and made a part of this petition.		X _____ _____ Date
<b>Exhibit C</b> Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety? <input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No.		
<b>Exhibit D</b> (To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.) <input type="checkbox"/> Exhibit D, completed and signed by the debtor, is attached and made a part of this petition.		
If this is a joint petition: <input type="checkbox"/> Exhibit D, also completed and signed by the joint debtor, is attached and made a part of this petition.		
<b>Information Regarding the Debtor - Venue</b> (Check any applicable box.) <input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District. <input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District. <input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.		
<b>Certification by a Debtor Who Resides as a Tenant of Residential Property</b> (Check all applicable boxes.) <input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)  _____ (Name of landlord that obtained judgment)		
  _____ (Address of landlord)		
<input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and <input type="checkbox"/> Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition. <input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).		

<b>Voluntary Petition</b> (This page must be completed and filed in every case)		Name of Debtor(s): <b>BASIC SPORTS APPAREL, INC.</b>
<b>Signatures</b>		
<b>Signature(s) of Debtor(s) (Individual/Joint)</b> <p>I declare under penalty of perjury that the information provided in this petition is true and correct.            [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.            [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).</p> <p>I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p><b>X</b> _____</p> <p><b>X</b> _____</p> <p>Telephone Number (If not represented by attorney)</p> <p>Date</p>		<b>Signature of a Foreign Representative</b> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.</p> <p>(Check only one box.)</p> <p><input type="checkbox"/> I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.</p> <p><input type="checkbox"/> Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.</p> <p><b>X</b> _____ (Signature of Foreign Representative)</p> <p>(Printed Name of Foreign Representative)</p> <p>Date</p>
<b>Signature of Attorney*</b> <p><b>X</b>   <b>Corey W. Haugland</b> Bar No. <b>09234200</b></p> <p><b>James &amp; Haugland P.C.</b>  <b>609 Montana Avenue</b>  <b>El Paso, TX 79902</b></p> <p>Phone No. <b>(915) 532-3911</b> Fax No. <b>(915) 541-6440</b></p> <p><u>April 21, 2014</u>  Date</p> <p>*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.</p>		<b>Signature of Non-Attorney Bankruptcy Petition Preparer</b> <p>I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.</p> <p>Printed Name and title, if any, of Bankruptcy Petition Preparer</p> <p>Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social-Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)</p> <p>Address</p> <p><b>X</b> _____</p> <p>Date</p> <p>Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.</p> <p>Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.</p> <p>If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.</p> <p>A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.</p>
<p>Computer software provided by LegalPRO Systems, Inc., San Antonio, Texas (210) 561-5300, Copyright 1996-2014 (Build 10.0.4.1, ID 0964149403)</p>		

**IN THE UNITED STATES BANKRUPTCY COURT  
WESTERN DISTRICT OF TEXAS  
EL PASO DIVISION**

**In Re:**

§

**BASIC SPORTS APPAREL, INC.**

§

§ **Case No. 14-\_\_\_\_\_**

§

**Debtor.**

§

§

**STATEMENT REGARDING AUTHORITY TO SIGN AND FILE PETITION**

I, Hilel Chowaiki, declare under penalty of perjury that I am the President of BASIC SPORTS APPAREL, INC. (hereinafter referred to as the "Company"), and that on April 21, 2014, the following resolution was duly adopted by BASIC SPORTS APPAREL, INC.:

"WHEREAS, it is in the best interest of this Company to file a voluntary petition in the United States Bankruptcy Court, Western District of Texas, El Paso Division, pursuant to Chapter 11 of Title 11 of the United States Code;

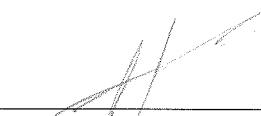
Be It Therefore Resolved, that, Hilel Chowaiki, President of this Company is authorized and directed to execute and deliver all documents necessary to perfect the filing of a Chapter 11 voluntary bankruptcy case on behalf of the Company; and

Be It Further Resolved, that, Hilel Chowaiki, President of this Company, is authorized and directed to appear in all bankruptcy proceedings on behalf of the Company, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the Company in connection with such bankruptcy case; and

Be It Further Resolved, that, Hilel Chowaiki, President of this Company, is authorized and directed to employ Corey W. Haugland, attorney and the law firm of James & Haugland, P.C. to represent the Company in such bankruptcy case."

**Executed** on this 21<sup>st</sup> day of April, 2014.

**BASIC SPORTS APPAREL, INC.**

  
Hilel Chowaiki, President

**UNITED STATES BANKRUPTCY COURT  
WESTERN DISTRICT OF TEXAS  
EL PASO DIVISION**

IN RE: **BASIC SPORTS APPAREL, INC.**

CASE NO

CHAPTER **11**

**DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR**

1. Pursuant to 11 U.S.C. § 329(a) and Fed. Bankr. P. 2016(b), I certify that I am the attorney for the above-named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept:

\$1,213.00

Prior to the filing of this statement I have received:

\$1,213.00

(See Attachment)

Balance Due:

\$0.00

2. The source of the compensation paid to me was:

Debtor       Other (specify)

3. The source of compensation to be paid to me is:

Debtor       Other (specify)

4.  I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

I have agreed to share the above-disclosed compensation with another person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation, is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:
- Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
  - Preparation and filing of any petition, schedules, statements of affairs and plan which may be required;
  - Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;

6. By agreement with the debtor(s), the above-disclosed fee does not include the following services:

**Attorney's fees for representation in Trademark Infringement case, for which representation is being provided on a 50% contingent fee basis.**

**CERTIFICATION**

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

April 21, 2014

Date

Corey W. Haugland  
James & Haugland P.C.  
609 Montana Avenue  
El Paso, TX 79902  
Phone: (915) 532-3911 / Fax: (915) 541-6440

Bar No. 09234200

**Hilel Chowaiki**  
President

**UNITED STATES BANKRUPTCY COURT**  
**WESTERN DISTRICT OF TEXAS**  
**EL PASO DIVISION**

In re **BASIC SPORTS APPAREL, INC.**

Case No.

Chapter **11**

**SUMMARY OF SCHEDULES**

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors also must complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Yes	1	\$0.00		
B - Personal Property	Yes	5	\$4,942,885.32		
C - Property Claimed as Exempt	No				
D - Creditors Holding Secured Claims	Yes	1		\$598,565.50	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	2		\$32,075.75	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	9		\$3,319,831.39	
G - Executory Contracts and Unexpired Leases	Yes	2			
H - Codebtors	Yes	1			
I - Current Income of Individual Debtor(s)	No				N/A
J - Current Expenditures of Individual Debtor(s)	No				N/A
TOTAL		21	\$4,942,885.32	\$3,950,472.64	

In re **BASIC SPORTS APPAREL, INC.**

Case No. \_\_\_\_\_

(if known)

**SCHEDULE A - REAL PROPERTY**

Description and Location of Property	Nature of Debtor's Interest in Property	Current Value of Debtor's Interest in Property, Without Deducting Any Secured Claim or Exemption	Amount Of Secured Claim
None			

Total:

\$0.00

(Report also on Summary of Schedules)

In re **BASIC SPORTS APPAREL, INC.**

Case No. \_\_\_\_\_

(if known)

**SCHEDULE B - PERSONAL PROPERTY**

Type of Property	None	Description and Location of Property	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
1. Cash on hand.	X		
2. Checking, savings or other financial accounts, certificates of deposit or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.	X	BBVA Compass Checking Acct xxxxx6083	\$0.00
3. Security deposits with public utilities, telephone companies, landlords, and others.	X		
4. Household goods and furnishings, including audio, video and computer equipment.	X		
5. Books; pictures and other art objects; antiques; stamp, coin, record, tape, compact disc, and other collections or collectibles.	X		
6. Wearing apparel.	X		
7. Furs and jewelry.	X		
8. Firearms and sports, photographic, and other hobby equipment.	X		
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	X		
10. Annuities. Itemize and name each issuer.	X		

In re **BASIC SPORTS APPAREL, INC.**

Case No. \_\_\_\_\_

(if known)

## SCHEDULE B - PERSONAL PROPERTY

*Continuation Sheet No. 1*

Type of Property	None	Description and Location of Property	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	X		
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X		
13. Stock and interests in incorporated and unincorporated businesses. Itemize.	X		
14. Interests in partnerships or joint ventures. Itemize.	X		
15. Government and corporate bonds and other negotiable and non-negotiable instruments.	X		
16. Accounts receivable.		Due from Recreational Equipment, Inc.	\$16,530.54
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X		
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.		Due from David Chowaiki (Net) Due from Hilel Chowaiki (Net) Due from El Paso DHC Enterprises, LLC (Net)	\$265,714.78 \$37,248.99 \$53,782.18

In re **BASIC SPORTS APPAREL, INC.**

Case No. \_\_\_\_\_

(if known)

## SCHEDULE B - PERSONAL PROPERTY

*Continuation Sheet No. 2*

Type of Property	None	Description and Location of Property	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
		Due from El Paso DHC Enterprises Far East, LLC (Net)	\$23,252.48
		Due from Chowaiki Holdings, LLC (Net)	\$740,285.71
		Due from DHC Realty, LLC (Net)	\$1,113,140.07
		Due from Spira Sportswear, LLC (Net)	\$6,730.26
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	X		
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	X		
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.		Grupo Arte Capital Corp. \$205,000.00 Recreational Equipment, Inc. Claim for Fraud Unknown First Community Financial Claim for Fraud Unknown Gerald Rubin Claim for Fraud Unknown Grupo Espiral, LLC Claim for Trademark Infringement Unknown	
22. Patents, copyrights, and other intellectual property. Give particulars.		Trademark - Spiral® Unknown	
23. Licenses, franchises, and other general intangibles. Give particulars.	X		

In re **BASIC SPORTS APPAREL, INC.**

Case No. \_\_\_\_\_

(if known)

## SCHEDULE B - PERSONAL PROPERTY

*Continuation Sheet No. 3*

Type of Property	None	Description and Location of Property	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	X		
25. Automobiles, trucks, trailers, and other vehicles and accessories.	X		
26. Boats, motors, and accessories.	X		
27. Aircraft and accessories.	X		
28. Office equipment, furnishings, and supplies.		Furniture, Supplies, Computers	\$15,446.26
29. Machinery, fixtures, equipment, and supplies used in business.		Equipment (sewing machines) (Juarez)	\$33,931.17
30. Inventory.		EI Paso/Juarez/Utah	\$2,431,822.88
31. Animals.	X		
32. Crops - growing or harvested. Give particulars.	X		
33. Farming equipment and implements.	X		
34. Farm supplies, chemicals, and feed.	X		

In re **BASIC SPORTS APPAREL, INC.**

Case No. \_\_\_\_\_

(if known)

## SCHEDULE B - PERSONAL PROPERTY

*Continuation Sheet No. 4*

Type of Property	None	Description and Location of Property	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
35. Other personal property of any kind not already listed. Itemize.	X		

4

continuation sheets attached

(Include amounts from any continuation sheets attached. Report total also on Summary of Schedules.)

Total >

\$4,942,885.32

In re **BASIC SPORTS APPAREL, INC.**

Case No. \_\_\_\_\_

(If known)

## SCHEDULE C - PROPERTY CLAIMED AS EXEMPT

Debtor claims the exemptions to which debtor is entitled under:  
(Check one box)

Check if debtor claims a homestead exemption that exceeds  
\$155,675.\*

- 11 U.S.C. § 522(b)(2)
- 11 U.S.C. § 522(b)(3)

Description of Property	Specify Law Providing Each Exemption	Value of Claimed Exemption	Current Value of Property Without Deducting Exemption
Not Applicable			
<small>* Amount subject to adjustment on 4/01/16 and every three years thereafter with respect to cases commenced on or after the date of adjustment.</small>		\$0.00	\$0.00

50

Case No.

(if known)

**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS**

Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER (See Instructions Above.)	CODEBTOR	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL			UNSECURED PORTION, IF ANY
			CONTINGENT	UNLIQUIDATED	DISPUTED	
ACCT #: xxxx3700		DATE INCURRED: NATURE OF LIEN: <b>Loans</b> COLLATERAL: <b>301 Williams, El Paso, TX</b> REMARKS:				\$254,620.40
BBVA Compass P.O. 797808 Dallas, TX 75379-7808	X	VALUE: \$254,620.40				
ACCT #:		DATE INCURRED: NATURE OF LIEN: <b>Taxes</b> COLLATERAL: <b>Personal Property</b> REMARKS:				\$6,900.10
El Paso County Tax Assessor/Collector P.O. Box 2992 El Paso, TX 79999	X	VALUE: \$2,447,268.00				
ACCT #:		DATE INCURRED: 02/18/2011 NATURE OF LIEN: <b>Loans</b> COLLATERAL: <b>AR/Inventory/General Intangibles/Notes Receivable</b> REMARKS:				\$337,045.00
First Community Financial 4000 N. Central Ave., Ste 100 Phoenix, AZ 85012	X	VALUE: \$2,447,268.00				

No continuation sheets attached

**Subtotal (Total of this Page) >**  
**Total (Use only on last page) >**

\$598,565.50	\$0.00
\$598,565.50	\$0.00

(Report also on  
Summary of  
Schedules.)      (If applicable,  
report also on  
Statistical  
Summary of  
Certain Liabilities  
and Related  
Data.)

In re **BASIC SPORTS APPAREL, INC.**

Case No. \_\_\_\_\_

(If Known)

## SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

### **TYPES OF PRIORITY CLAIMS** (Check the appropriate box(es) below if claims in that category are listed on the attached sheets.)

**Domestic Support Obligations**

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

**Extensions of credit in an involuntary case**

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

**Wages, salaries, and commissions**

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$12,475\* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

**Contributions to employee benefit plans**

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

**Certain farmers and fishermen**

Claims of certain farmers and fishermen, up to \$6,150\* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

**Deposits by individuals**

Claims of individuals up to \$2,775\* for deposits for the purchase, lease or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

**Taxes and Certain Other Debts Owed to Governmental Units**

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

**Commitments to Maintain the Capital of an Insured Depository Institution**

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507(a)(9).

**Claims for Death or Personal Injury While Debtor Was Intoxicated**

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

**Administrative allowances under 11 U.S.C. Sec. 330**

Claims based on services rendered by the trustee, examiner, professional person, or attorney and by any paraprofessional person employed by such person as approved by the court and/or in accordance with 11 U.S.C. §§ 326, 328, 329 and 330.

\*Amounts are subject to adjustment on 4/01/16, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

In re **BASIC SPORTS APPAREL, INC.**

Case No. \_\_\_\_\_

(If Known)

**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**

TYPE OF PRIORITY	Taxes and Certain Other Debts Owed to Governmental Units						
------------------	--	--	--	--	--	--	--

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
ACCT #:								
<b>City of Lakewood 480 S. Allison Pkwy Lakewood, CO 80226</b>		DATE INCURRED: CONSIDERATION: <b>Sales Taxes</b> REMARKS:				\$8,577.16	\$0.00	\$8,577.16
ACCT #:		DATE INCURRED: <b>02/24/2014</b> CONSIDERATION: <b>Other</b> REMARKS: <b>Penalty for Duty on ACH Plan</b>				\$1,000.00	\$1,000.00	\$0.00
ACCT #:		DATE INCURRED: <b>09/30/2013</b> CONSIDERATION: <b>941 Taxes</b> REMARKS:				\$5,187.39	\$5,187.39	\$0.00
ACCT #:		DATE INCURRED: <b>12/31/2013</b> CONSIDERATION: <b>941 Taxes</b> REMARKS:				\$17,311.20	\$17,311.20	\$0.00

Sheet no. 1 of 1 continuation sheets  
attached to Schedule of Creditors Holding Priority Claims

Subtotals (Totals of this page) &gt;

Total &gt;

(Use only on last page of the completed Schedule E.  
Report also on the Summary of Schedules.)

\$32,075.75

\$23,498.59

\$8,577.16

\$32,075.75

Totals >  
(Use only on last page of the completed Schedule E.  
If applicable, report also on the Statistical Summary  
of Certain Liabilities and Related Data.)

\$23,498.59

\$8,577.16

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: <b>A+ Real Estate, LLC 1730 Bassett El Paso, TX 79901</b>		DATE INCURRED: CONSIDERATION: <b>Arrearage</b> REMARKS:				\$950.00
ACCT #: <b>xx4058</b> <b>ABF Freight System, Inc. 1321 Gail Borden Place El Paso, TX 79935-5301</b>		DATE INCURRED: CONSIDERATION: <b>Other</b> REMARKS:				\$2,615.37
ACCT #: <b>xxxxxx-0002</b> <b>ABF Multimodal P.O. Box 10048 Ft. Smith, Arkansas 72917-0048</b>		DATE INCURRED: CONSIDERATION: <b>Other</b> REMARKS:				\$4,485.00
ACCT #: <b>Abraham Chowaiki 1037 Singing Hills El Paso, TX 79912</b>		DATE INCURRED: CONSIDERATION: <b>Loans</b> REMARKS:				\$3,958.23
ACCT #: <b>xxx-xxx246-2</b> <b>AFS/IBEX Financial Services P.O. Box 650786 Dallas, TX 75265-0786</b>		DATE INCURRED: CONSIDERATION: <b>Other</b> REMARKS:				\$217.82
ACCT #: <b>x7499</b> <b>American &amp; Efird, Inc. P.O. Box 741988 Atlanta, GA 30374</b>		DATE INCURRED: CONSIDERATION: <b>Purchase Money</b> REMARKS:				\$4,735.68
<b>Subtotal &gt;</b>						<b>\$16,962.10</b>
<b>Total &gt;</b> (Use only on last page of the completed Schedule F.) (Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)						

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: xxxx-xxxxxx-x3005 <b>American Express Gold</b> P.O. Box 650448 Dallas, TX 75265-0448	X	DATE INCURRED: CONSIDERATION: <b>Credit Card</b> REMARKS:				\$20,374.26
ACCT #: xxxx-xxxxxx-x4034 <b>American Express Green</b> P.O. Box 650448 Dallas, TX 75265-0448		DATE INCURRED: CONSIDERATION: <b>Credit Card</b> REMARKS:				\$59,538.93
ACCT #: xS005 <b>Atlas Sewing Parts &amp; Supplies</b> 1630-D Texas Avenue EL Paso, TX 79901		DATE INCURRED: CONSIDERATION: <b>Purchase Money</b> REMARKS:				\$2,240.93
ACCT #: xxxxxx9330 <b>Checkpoint Systems, Inc.</b> P.O. Box 8538-0379 Philadelphia, PA 19171-0379		DATE INCURRED: CONSIDERATION: <b>Other</b> REMARKS:				\$5,372.89
ACCT #: <b>David Aelvoet</b> Linebarger, Goggan, Blair 711 Navarro, Suite 300 San Antonio, TX 78205		DATE INCURRED: CONSIDERATION: <b>Notice Only</b> REMARKS:				Notice Only
ACCT #: <b>Diana Mallum</b> 22548 Alabado San Antonio, TX 78261		DATE INCURRED: CONSIDERATION: <b>Loans</b> REMARKS:				\$56,589.20
Sheet no. <u>1</u> of <u>8</u> continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims			Subtotal >			\$144,116.21
			Total >			
			(Use only on last page of the completed Schedule F.)			
			(Report also on Summary of Schedules and, if applicable, on the			
			Statistical Summary of Certain Liabilities and Related Data.)			

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: <b>El Paso DHC Enterprises West 301 Williams El Paso, TX 79901</b>		DATE INCURRED: CONSIDERATION: <b>Loans</b> REMARKS:				\$629,715.54
ACCT #: <b>El Paso Disposal P.O. Box 660177 Dallas, TX 75266-0177</b>		DATE INCURRED: CONSIDERATION: <b>Other</b> REMARKS:				\$1,336.37
ACCT #: <b>xxxx8421</b> <b>Expeditors Intl of Wash P.O. Box 960699 EL Paso, TX 79996</b>		DATE INCURRED: CONSIDERATION: <b>Other</b> REMARKS:				\$6,062.63
ACCT #: <b>xxxx6412</b> <b>Fed Ex Freight Dept CH P.O. Box 10306 Palatine, IL 60055-0306</b>		DATE INCURRED: CONSIDERATION: <b>Other</b> REMARKS:				\$11,857.41
ACCT #: <b>xxxx-x155-8</b> <b>Federal Express P.O. Box 660481 Dallas, TX 75266-0481</b>		DATE INCURRED: CONSIDERATION: <b>Other</b> REMARKS:				\$6,039.06
ACCT #: <b>GECU 1225 Airway El Paso, TX 79925</b>	X	DATE INCURRED: CONSIDERATION: <b>Loans</b> REMARKS:				\$1,370,213.93
Sheet no. <u>2</u> of <u>8</u> continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims			Subtotal >			\$2,025,224.94
			Total >			
			(Use only on last page of the completed Schedule F.)			
			(Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)			

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #:  Harrel L. Davis, III Gordon, Davis, Johnson & Shane. 4695 North Mesa, Suite 100 El Paso, Texas 79912		DATE INCURRED: CONSIDERATION: <b>Notice Only</b> REMARKS:				<b>Notice Only</b>
ACCT #:  Internal Revenue Service P. O. Box 7346 Philadelphia, PA 19101-7346		DATE INCURRED: CONSIDERATION: <b>Notice Only</b> REMARKS:				<b>\$0.00</b>
ACCT #: xxxnown  Jefswin 14/F, No. 157 5 Min Shen E. Rd. Taipei, Taiwan		DATE INCURRED: CONSIDERATION: <b>Unknown</b> REMARKS:				<b>\$11,992.04</b>
ACCT #:  Jesse Esparza 2929 Titanic El Paso, TX 79904		DATE INCURRED: CONSIDERATION: <b>Loans</b> REMARKS:				<b>\$13,769.67</b>
ACCT #:  Jesus Esparza 5301 Pikes Peak El Paso, TX 79904		DATE INCURRED: CONSIDERATION: <b>Loans</b> REMARKS:				<b>\$100,000.00</b>
ACCT #:  Leo Gus Haddad 2400 Montana Ave, Ste. 5 El Paso, TX 79903		DATE INCURRED: CONSIDERATION: <b>Loans</b> REMARKS:				<b>\$50,000.00</b>
Sheet no. <u>3</u> of <u>8</u> continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims			Subtotal >			<b>\$175,761.71</b>
			Total >			
			(Use only on last page of the completed Schedule F.)			
			(Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)			

In re **BASIC SPORTS APPAREL, INC.**

(if known)

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: <b>x5231</b> <b>Maderia USA, Ltd.</b> P.O. Box 6068 Laconia, NH 03246		DATE INCURRED: CONSIDERATION: <b>Other</b> REMARKS:				\$322.66
ACCT #: <b>Milberg Factors, Inc.</b> c/o Stephen C. Nickey 1201 N. Mesa, Suite B El Paso, TX 79902		DATE INCURRED: CONSIDERATION: <b>Other</b> REMARKS:				\$176,693.00
ACCT #: <b>Nadia Chowaiki</b> 1037 Singing Hills El Paso, TX 79912		DATE INCURRED: CONSIDERATION: <b>Loans</b> REMARKS:				\$612,905.34
ACCT #: <b>xxS-002</b> <b>Nexgen Packaging</b> 718-B State Street Santa Barbara, CA 93101		DATE INCURRED: CONSIDERATION: <b>Other</b> REMARKS:				\$1,681.56
ACCT #: <b>xx2132</b> <b>Paxar Far East Ltd Graphics</b> P.O. Box 7247 Philadelphis, PA 19170-7506		DATE INCURRED: CONSIDERATION: <b>Other</b> REMARKS:				\$3,794.27
ACCT #: <b>1094</b> <b>Polartec, LLC</b> P.O. Box 842860 Boston, MA 02284-2860		DATE INCURRED: CONSIDERATION: <b>Purchase Money</b> REMARKS:				\$68,376.30
Sheet no. <u>4</u> of <u>8</u> continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims			Subtotal >			\$863,773.13
			Total >			
			(Use only on last page of the completed Schedule F.)			
			(Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)			

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM.  IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #:  <b>ProTech Home System 7370 Temcon Circle El Paso, TX 79912</b>		DATE INCURRED: CONSIDERATION: <b>Other</b> REMARKS:				\$1,082.50
ACCT #:  <b>Provo Town Center 1200 Towne Center Blvd. Provo, UT 84601</b>		DATE INCURRED: CONSIDERATION: <b>Lease Agreement</b> REMARKS:				\$2,500.00
ACCT #:  <b>Racy L. Haddad 901 S. Mopac Expressway Barton Oaks Plaza One, Ste. 300 Austin, TX 78746</b>		DATE INCURRED: CONSIDERATION: <b>Notice Only</b> REMARKS:				Notice Only
ACCT #:  <b>Recreational Equipment, Inc. 1700 45th Street East Sumner, WA 98352</b>		DATE INCURRED: CONSIDERATION: <b>Other</b> REMARKS:		X		\$1.00
ACCT #: BS01  <b>RM Customhouse Brokers, Inc. 4707 Montana, Ste. 203 El Paso, TX 79903</b>		DATE INCURRED: CONSIDERATION: <b>Other</b> REMARKS:				\$5,541.92
ACCT #:  <b>Roberto Torres, CPA P.O. Box 26608 El Paso, TX 79926-6608</b>		DATE INCURRED: CONSIDERATION: <b>Other</b> REMARKS:				\$14,398.00
Sheet no. <u>5</u> of <u>8</u> continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims			Subtotal >			\$23,523.42
			Total >			
			(Use only on last page of the completed Schedule F.)			
			(Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)			

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: <b>Rudolph Miles Warehouse 301 N. Concepcion El Paso, TX 79905</b>		DATE INCURRED: CONSIDERATION: <b>Lease Agreement</b> REMARKS:				\$759.20
ACCT #: <b>Shanghai Maxim Garment Accesso No. 643 Hongzhong Road Shanghai 201103 China</b>		DATE INCURRED: CONSIDERATION: <b>Other</b> REMARKS:				\$1,807.10
ACCT #: <b>Spinning Wheels Express Brokerage Division 152 Lynnway - Ste. 2-D Lynn, MA 01902</b>		DATE INCURRED: CONSIDERATION: <b>Other</b> REMARKS:				\$3,676.50
ACCT #: <b>Sprint P.O. Box 4181 Carol Stream, IL 60197-4181</b>		DATE INCURRED: CONSIDERATION: <b>Other</b> REMARKS:				\$7,450.77
ACCT #: <b>Stephen H. Nickey 1201 N. Mesa, Suite B El Paso, TX 79902</b>		DATE INCURRED: CONSIDERATION: <b>Notice Only</b> REMARKS:				<b>Notice Only</b>
ACCT #: <b>SupplyOne Tucson, Inc. P.O. Box 676685 Dallas, TX 75267-6685</b>		DATE INCURRED: CONSIDERATION: <b>Other</b> REMARKS:				\$7,181.60
Sheet no. <u>6</u> of <u>8</u> continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims			Subtotal >			\$20,875.17
			Total >			
			(Use only on last page of the completed Schedule F.)			
			(Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)			

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #:		DATE INCURRED: CONSIDERATION: <b>Notice Only</b> REMARKS:				<b>Notice Only</b>
Texas Workforce Commission TEC Building - Bankruptcy 101 East 15th Street Austin, TX 78778						
ACCT #: 631		DATE INCURRED: CONSIDERATION: <b>Other</b> REMARKS:				\$817.32
TexTape, Inc. 915 Pendale Rd. El Paso, TX 79907						
ACCT #:		DATE INCURRED: CONSIDERATION: <b>Other</b> REMARKS:				\$2,117.24
TradeLink Technologies, Inc. 725 Providence ROad, Ste. 319 Charlotte, NC 28207						
ACCT #: xxxx7148		DATE INCURRED: CONSIDERATION: <b>Other</b> REMARKS:				\$4,882.00
Travelers CL Remittance Center P.O. Box 660317 Dallas, TX 75266-0317						
ACCT #: xx7518		DATE INCURRED: CONSIDERATION: <b>Unknown</b> REMARKS:				\$2,048.96
United Parcel Service Lockbox 577 Carol Stream, IL 60132-0577						
ACCT #:		DATE INCURRED: CONSIDERATION: <b>Notice Only</b> REMARKS:				<b>Notice Only</b>
United States Attorney 601 N.W. Loop 410, Suite 600 San Antonio, Texas 78216						
Sheet no. <u>7</u> of <u>8</u> continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims		Subtotal >				\$9,865.52
		Total >				
		(Use only on last page of the completed Schedule F.)				
		(Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)				

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #:  United States Trustee P.O. Box 1539 San Antonio, TX 78295		DATE INCURRED: CONSIDERATION: <b>Trustee</b> REMARKS:				Notice Only
ACCT #: xxxxxxxxxxxx0001  Verizon Wireless P.O. Box 660108 Dallas, TX 75266-0108		DATE INCURRED: CONSIDERATION: <b>Other</b> REMARKS:				\$858.83
ACCT #: xxxxxxxxxxxx3716  Wells Fargo Credit Card NW 7091 P.O. Box 1450 Minneapolis, MN 55485		DATE INCURRED: CONSIDERATION: <b>Credit Card</b> REMARKS:				\$32,800.77
ACCT #: xxxx6837  Xerox Corporation P.O. Box 827598 Philadelphia, PA 19182-7598		DATE INCURRED: CONSIDERATION: <b>Other</b> REMARKS:				\$991.09
ACCT #: xxxxx7428  XPEDX 6839 Market El Paso, TX 79915		DATE INCURRED: CONSIDERATION: <b>Other</b> REMARKS:				\$4,921.50
ACCT #: xxxx050V  YRC Freight P.O. Box 730375 Dallas, TX 75373-0375		DATE INCURRED: CONSIDERATION: <b>Other</b> REMARKS:				\$157.00

**SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser," "Agent," etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

Check this box if debtor has no executory contracts or unexpired leases.

NAME AND MAILING ADDRESS, INCLUDING ZIP CODE, OF OTHER PARTIES TO LEASE OR CONTRACT.	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST. STATE WHETHER LEASE IS FOR NONRESIDENTIAL REAL PROPERTY. STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT.
<b>A+ Plus Real Estate</b> 1730 Bassett El Paso, TX 79901	Lease of Warehouse in Courtyard at 1730 Bassett
<b>Hiett Pharr &amp; Associates, LLC</b> 2211 E. Missouri, N221 El Paso, TX 79903	Lease of 1141 Larry Mahan, Suites E and H, El Paso, Texas
<b>Hilel Chowaiki</b> 1037 Singing Hills El Paso, TX 79912	Lease of 301 Williams, El Paso, Texas
<b>Quality Distribution, Inc.</b> 421 John Glenn Road Salt Lake City, UT 84116	Bailee Letter FCF/BSA
<b>Rudolph Miles Warehouse</b> 301 N. Concepcion El Paso, TX 79905	Bailee Letter FCF/BSA

In re **BASIC SPORTS APPAREL, INC.**

Case No. \_\_\_\_\_

(if known)

## **SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

*Continuation Sheet No. 1*

NAME AND MAILING ADDRESS, INCLUDING ZIP CODE, OF OTHER PARTIES TO LEASE OR CONTRACT.	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST. STATE WHETHER LEASE IS FOR NONRESIDENTIAL REAL PROPERTY. STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT.
<b>The Mills-a Simon Company</b> 14500 W. Colfax, Ste. 100 Lakewood, CO 80401	Lease of Colorado Mills, 14500 W. Colfax Ave., Suite 180, Lakewood, CO 80401Suite 180

## SCHEDULE H - CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by the debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight-year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
<b>David Chowaiki</b> 501 Sand Bar Ct. El Paso, TX 79922	<b>First Community Financial</b> 4000 N. Central Ave., Ste 100 Phoenix, AZ 85012
<b>David Chowaiki</b> 501 Sand Bar Ct. El Paso, TX 79922	<b>BBVA Compass</b> P.O. 797808 Dallas, TX 75379-7808
<b>David Chowaiki</b> 501 Sand Bar Court El Paso, TX 79922	<b>American Express Gold</b> P.O. Box 650448 Dallas, TX 75265-0448
<b>David Chowaiki</b> 501 Sand Bar Court El Paso, TX 79922	<b>GECU</b> 1225 Airway El Paso, TX 79925
<b>Hilel Chowaiki</b> 1037 Singing Hills El Paso, TX 79912	<b>First Community Financial</b> 4000 N. Central Ave., Ste 100 Phoenix, AZ 85012
<b>Hilel Chowaiki</b> 1037 Singing Hills El Paso, TX 79912	<b>BBVA Compass</b> P.O. 797808 Dallas, TX 75379-7808
<b>Hilel Chowaiki</b> 1037 Singing Hills El Paso, TX 79912	<b>GECU</b> 1225 Airway El Paso, TX 79925

## DECLARATION CONCERNING DEBTOR'S SCHEDULES

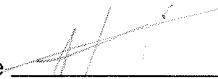
### DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF A CORPORATION OR PARTNERSHIP

I, the President of the Corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 23 sheets, and that they are true and correct to the best of my knowledge, information, and belief.

(Total shown on summary page plus 1.)

Date 4/21/2014

Signature



*Hilel Chowaiki*  
**President**

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

**UNITED STATES BANKRUPTCY COURT**  
**WESTERN DISTRICT OF TEXAS**  
**EL PASO DIVISION**

In re: **BASIC SPORTS APPAREL, INC.**

Case No. \_\_\_\_\_

(if known)

**STATEMENT OF FINANCIAL AFFAIRS**

**1. Income from employment or operation of business**

None

State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the TWO YEARS immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE
\$5,814,664.09	2012 Sales
\$3,474,886.22	2013 Sales
\$382,770.39	2014 Sales to Date

**2. Income other than from employment or operation of business**

None

State the amount of income received by the debtor other than from employment, trade, profession, or operation of the debtor's business during the TWO YEARS immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

**3. Payments to creditors**

*Complete a. or b., as appropriate, and c.*

None

a. Individual or joint debtor(s) with primarily consumer debts: List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within 90 DAYS immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600. Indicate with an asterisk (\*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

None

b. Debtor whose debts are not primarily consumer debts: List each payment or other transfer to any creditor made within 90 DAYS immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$6,225\*. If the debtor is an individual, indicate with an asterisk (\*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments and other transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

\* Amount subject to adjustment on 4/01/16, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
	TRANSFERS	TRANSFERS	AMOUNT STILL OWING
Jefswin 14/F, No. 157 5 Min Shen E. Rd. Taipei, Taiwan	January 24, 2014	\$9,183.13	\$11,992.04
American & Efird, Inc. P.O. Box 741988 Atlanta, GA 30374	January 31, 2014	\$13,287.02	\$4,735.68

**UNITED STATES BANKRUPTCY COURT**  
**WESTERN DISTRICT OF TEXAS**  
**EL PASO DIVISION**

In re: **BASIC SPORTS APPAREL, INC.**

Case No. \_\_\_\_\_

(if known)

**STATEMENT OF FINANCIAL AFFAIRS***Continuation Sheet No. 1*

None

- c. All debtors: List all payments made within ONE YEAR immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

**4. Suits and administrative proceedings, executions, garnishments and attachments**

None

- a. List all suits and administrative proceedings to which the debtor is or was a party within ONE YEAR immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
<b>Milberg Factors, Inc. vs. Basic Sports Apparel, Inc., Hilel Chowaiki and David Chowaiki; Cause Number 2013DCV3114</b>	Collection	IN THE COUNTY COURT AT LAW NUMBER SIX FOR EL PASO COUNTY, TEXAS	Settled
<b>Grupo Arte Capital Corp., Plaintiff and Counter-Defendant v. Spira Sportswear, LLC, Basic Sports Apparel, Inc., Hilel Chowaiki and David Chowaiki, Defendants, Counter-Plaintiffs and Third-Party Plaintiffs v. Armando C. Moreno and Arturo Moreno, Third-Party Defendants; Cause Number 2013DCV-2038</b>	Collection/Counterclaim for Usury	IN THE COUNTY COURT AT LAW NUMBER THREE EL PASO COUNTY, TEXAS	Pending
<b>Leo Gus Haddad, Trustee, Plaintiff, vs. Hilel Nahmad Chowaiki, Individually, David Namhad Chowaiki, Individually, Basic Sports Apparel, Inc., and Chowaiki Holdings, LLC, Defendants.; Cause No. 2013dcv2487;</b>	Collection	County Court at Law Number Seven, El Paso County Texas	Pending
<b>GECU vs. Basic Sports Apparel, Inc., DHC Ralner, LLC, El Paso DHC Enterprises, LP, El Paso DHC Enterprises Far East, LLC, El Paso DHC Enterprises West, LP, DHC Genpar, LLC, David Chowaiki, Hilel Chowaiki; Cause Number 2014DCV0811</b>	Collection	IN THE DISTRICT COURT FOR EL PASO COUNTY, TEXAS 41ST JUDICIAL DISTRICT COURT	Pending

None

- b. Describe all property that has been attached, garnished or seized under any legal or equitable process within ONE YEAR immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

**UNITED STATES BANKRUPTCY COURT  
WESTERN DISTRICT OF TEXAS  
EL PASO DIVISION**

In re: **BASIC SPORTS APPAREL, INC.**

Case No. \_\_\_\_\_

(if known)

**STATEMENT OF FINANCIAL AFFAIRS***Continuation Sheet No. 2***5. Repossessions, foreclosures and returns**

None

- List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within ONE YEAR immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

**6. Assignments and receiverships**

None

- a. Describe any assignment of property for the benefit of creditors made within 120 DAYS immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

None

- b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within ONE YEAR immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

**7. Gifts**

None

- List all gifts or charitable contributions made within ONE YEAR immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

**8. Losses**

None

- List all losses from fire, theft, other casualty or gambling within ONE YEAR immediately preceding the commencement of this case OR SINCE THE COMMENCEMENT OF THIS CASE. (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

**9. Payments related to debt counseling or bankruptcy**

None

- List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under the bankruptcy law or preparation of a petition in bankruptcy within ONE YEAR immediately preceding the commencement of this case.

	DATE OF PAYMENT,	AMOUNT OF MONEY OR DESCRIPTION
	NAME OF PAYER IF	AND VALUE OF PROPERTY
	OTHER THAN DEBTOR	
NAME AND ADDRESS OF PAYEE	04/21/2014	\$1,213.00
James & Haugland P.C. 609 Montana Avenue El Paso, TX 79902		

**10. Other transfers**

None

- a. List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within TWO YEARS immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

None

- b. List all property transferred by the debtor within TEN YEARS immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.

UNITED STATES BANKRUPTCY COURT  
WESTERN DISTRICT OF TEXAS  
EL PASO DIVISION

In re: **BASIC SPORTS APPAREL, INC.**

Case No. \_\_\_\_\_

(if known)

**STATEMENT OF FINANCIAL AFFAIRS**

*Continuation Sheet No. 3*

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**11. Closed financial accounts**

None

List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within ONE YEAR immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

TYPE OF ACCOUNT, LAST FOUR

NAME AND ADDRESS OF INSTITUTION	DIGITS OF ACCOUNT NUMBER, AND AMOUNT OF FINAL BALANCE	AMOUNT AND DATE OF SALE OR CLOSING
JP Morgan Chase Bank	Checking -- xxxxx7692	\$98.06 April 10, 2014

---

**12. Safe deposit boxes**

None

List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within ONE YEAR immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

---

**13. Setoffs**

None

List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within 90 DAYS preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

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**14. Property held for another person**

None

List all property owned by another person that the debtor holds or controls.

---

**15. Prior address of debtor**

None

If the debtor has moved within THREE YEARS immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.

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**16. Spouses and Former Spouses**

None

If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within EIGHT YEARS immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state.

UNITED STATES BANKRUPTCY COURT  
WESTERN DISTRICT OF TEXAS  
EL PASO DIVISION

In re: **BASIC SPORTS APPAREL, INC.**

Case No. \_\_\_\_\_

(if known)

**STATEMENT OF FINANCIAL AFFAIRS**

*Continuation Sheet No. 4*

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**17. Environmental Information**

For the purpose of this question, the following definitions apply:

"Environmental Law" means any federal, state, or local statute or regulation regulating pollution, contamination, releases of hazardous or toxic substances, wastes or material into the air, land, soil, surface water, groundwater, or other medium, including, but not limited to, statutes or regulations regulating the cleanup of these substances, wastes, or material.

"Site" means any location, facility, or property as defined under any Environmental Law, whether or not presently or formerly owned or operated by the debtor, including, but not limited to, disposal sites.

"Hazardous Material" means anything defined as a hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law.

---

None a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or  
 potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law:

---

None b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material.  
 Indicate the governmental unit to which the notice was sent and the date of the notice.

---

None c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is  
 or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

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**18. Nature, location and name of business**

None

a. If the debtor is an individual, list the names, addresses, taxpayer-identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partner in a partnership, sole proprietor, or was self-employed in a trade, profession, or other activity either full- or part-time within SIX YEARS immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within SIX YEARS immediately preceding the commencement of this case.

If the debtor is a partnership, list the names, addresses, taxpayer-identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities, within SIX YEARS immediately preceding the commencement of this case.

If the debtor is a corporation, list the names, addresses, taxpayer-identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities within SIX YEARS immediately preceding the commencement of this case.

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None

b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

UNITED STATES BANKRUPTCY COURT  
WESTERN DISTRICT OF TEXAS  
EL PASO DIVISIONIn re: **BASIC SPORTS APPAREL, INC.**

Case No. \_\_\_\_\_

(if known)

**STATEMENT OF FINANCIAL AFFAIRS**

Continuation Sheet No. 5

The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within SIX YEARS immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership, a sole proprietor, or self-employed in a trade, profession, or other activity, either full- or part-time.

(An individual or joint debtor should complete this portion of the statement ONLY if the debtor is or has been in business, as defined above, within six years immediately preceding the commencement of this case. A debtor who has not been in business within those six years should go directly to the signature page.)

**19. Books, records and financial statements**

None

- a. List all bookkeepers and accountants who within TWO YEARS immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.

NAME AND ADDRESS	DATES SERVICES RENDERED
Roberto Torres, CPA 121 Paragon Lane El Paso, Texas 79912	2009 to Current

None

- b. List all firms or individuals who within TWO YEARS immediately preceding the filing of this bankruptcy case have audited the books of account and records, or prepared a financial statement of the debtor.

None

- c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

NAME	ADDRESS
Roberto Torres, CPA 121 Paragon Lane El Paso, Texas 79912	2009 to Current

None

- d. List all financial institutions, creditors and other parties, including mercantile and trade agencies, to whom a financial statement was issued by the debtor within TWO YEARS immediately preceding the commencement of this case.

NAME AND ADDRESS	DATE ISSUED
BBVA Compass P.O. 797808 Dallas, TX 75379-7808	Unknown

First Community Financial 4000 N. Central Ave., Ste 100 Phoenix, AZ 85012	Unknown
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GECU 1225 Airway El Paso, TX 79925	Unknown
--	---------

Milberg Factors, Inc. 99 Park Avenue, 21st Floor New York, NY 10016	Unknown
---	---------

Polartec 46 Stafford Street Lawrence, MA 01842	Unknown
--	---------

UNITED STATES BANKRUPTCY COURT  
WESTERN DISTRICT OF TEXAS  
EL PASO DIVISIONIn re: **BASIC SPORTS APPAREL, INC.**

Case No. \_\_\_\_\_

(if known)

**STATEMENT OF FINANCIAL AFFAIRS***Continuation Sheet No. 6***20. Inventories**

None

- a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

None

- b. List the name and address of the person having possession of the records of each of the inventories reported in a., above.

**21. Current Partners, Officers, Directors and Shareholders**

None

- a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

None

- b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.

NAME AND ADDRESS	TITLE	NATURE AND PERCENTAGE OF STOCK OWNERSHIP
Hilel Chowaiki 1037 Singing Hills El Paso, TX 79912	President	50%
David Chowaiki 501 Sand Bar Court El Paso, Texas 79922	Vice President	50%

**22. Former partners, officers, directors and shareholders**

None

- a. If the debtor is a partnership, list each member who withdrew from the partnership within ONE YEAR immediately preceding the commencement of this case.

None

- b. If the debtor is a corporation, list all officers or directors whose relationship with the corporation terminated within ONE YEAR immediately preceding the commencement of this case.

**23. Withdrawals from a partnership or distributions by a corporation**

None

- If the debtor is a partnership or corporation, list all withdrawals or distributions credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during ONE YEAR immediately preceding the commencement of this case.

**24. Tax Consolidation Group**

None

- If the debtor is a corporation, list the name and federal taxpayer-identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within SIX YEARS immediately preceding the commencement of the case.

**25. Pension Funds**

None

- If the debtor is not an individual, list the name and federal taxpayer-identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within SIX YEARS immediately preceding the commencement of the case.

UNITED STATES BANKRUPTCY COURT  
WESTERN DISTRICT OF TEXAS  
EL PASO DIVISION

In re: **BASIC SPORTS APPAREL, INC.**

Case No. \_\_\_\_\_

(if known)

**STATEMENT OF FINANCIAL AFFAIRS**

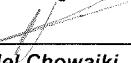
*Continuation Sheet No. 7*

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*[If completed on behalf of a partnership or corporation]*

I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information and belief.

Date 4/21/2014

Signature 

*Hilel Chowaiki  
President*

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

*Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both.  
18 U.S.C. §§ 152 and 3571*

**UNITED STATES BANKRUPTCY COURT**  
**WESTERN DISTRICT OF TEXAS**  
**EL PASO DIVISION**

IN RE: **BASIC SPORTS APPAREL, INC.**

Case No.

Chapter **11**

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1)  Name of creditor and complete mailing address, including zip code	(2)  Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	(3)  Nature of claim (trade debt, bank loan, government contract, etc.)	(4)  Indicate if claim is contingent, unliquidated, disputed, or subject to setoff	(5)  Amount of claim [if secured also state value of security]
GECU 1225 Airway El Paso, TX 79925		Loans		\$1,370,213.93
El Paso DHC Enterprises West 301 Williams El Paso, TX 79901		Loans		\$629,715.54
Nadia Chowaiki 1037 Singing Hills El Paso, TX 79912		Loans		\$612,905.34
Milberg Factors, Inc. c/o Stephen C. Nickey 1201 N. Mesa, Suite B El Paso, TX 79902		Other		\$176,693.00
Jesus Esparza 5301 Pikes Peak El Paso, TX 79904		Loans		\$100,000.00
Polartec, LLC P.O. Box 842860 Boston, MA 02284-2860		Purchase Money		\$68,376.30

**UNITED STATES BANKRUPTCY COURT**  
**WESTERN DISTRICT OF TEXAS**  
**EL PASO DIVISION**

IN RE: **BASIC SPORTS APPAREL, INC.**

Case No.

Chapter **11****LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS***Continuation Sheet No. 1*

(1)  Name of creditor and complete mailing address, including zip code	(2)  Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	(3)  Nature of claim (trade debt, bank loan, government contract, etc.)	(4)  Indicate if claim is contingent, unliquidated, disputed, or subject to setoff	(5)  Amount of claim [if secured also state value of security]
American Express Green P.O. Box 650448 Dallas, TX 75265-0448		Credit Card		\$59,538.93
Diana Mallum 22548 Alabado San Antonio, TX 78261		Loans		\$56,589.20
Leo Gus Haddad 2400 Montana Ave, Ste. 5 El Paso, TX 79903		Loans		\$50,000.00
Wells Fargo Credit Card NW 7091 P.O. Box 1450 Minneapolis, MN 55485		Credit Card		\$32,800.77
American Express Gold P.O. Box 650448 Dallas, TX 75265-0448		Credit Card		\$20,374.26
Internal Revenue Service Cincinnati, OH 45999-0150		941 Taxes		\$17,311.20
Roberto Torres, CPA P.O. Box 26608 El Paso, TX 79926-6608		Other		\$14,398.00

**UNITED STATES BANKRUPTCY COURT**  
**WESTERN DISTRICT OF TEXAS**  
**EL PASO DIVISION**

IN RE: **BASIC SPORTS APPAREL, INC.**

Case No.

Chapter **11****LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS***Continuation Sheet No. 2*

(1)	(2)	(3)	(4)	(5)
Name of creditor and complete mailing address, including zip code	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed, or subject to setoff	Amount of claim [if secured also state value of security]
Jesse Esparza 2929 Titanic EL Paso, TX 79904		Loans		\$13,769.67
Jefswin 14/F, No. 157 5 Min Shen E. Rd. Taipei, Taiwan		Unknown		\$11,992.04
Fed Ex Freight Dept CH P.O. Box 10306 Palatine, IL 60055-0306		Other		\$11,857.41
City of Lakewood 480 S. Allison Pkwy Lakewood, CO 80226		Sales Taxes		\$8,577.16
Sprint P.O. Box 4181 Carol Stream, IL 60197-4181		Other		\$7,450.77
SupplyOne Tucson, Inc. P.O. Box 676685 Dallas, TX 75267-6685		Other		\$7,181.60
Expeditors Intl of Wash P.O. Box 960699 EL Paso, TX 79996		Other		\$6,062.63

UNITED STATES BANKRUPTCY COURT  
WESTERN DISTRICT OF TEXAS  
EL PASO DIVISION

IN RE: **BASIC SPORTS APPAREL, INC.**

Case No.

Chapter **11**

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

*Continuation Sheet No. 3*

**DECLARATION UNDER PENALTY OF PERJURY  
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, the President of the Corporation  
named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the  
best of my information and belief.

Date: 4/21/2014

Signature:

*Hilel Chowaiki*  
President

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UNITED STATES BANKRUPTCY COURT  
WESTERN DISTRICT OF TEXAS  
EL PASO DIVISION

IN RE: **BASIC SPORTS APPAREL, INC.**

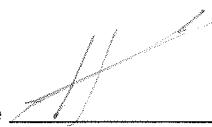
CASE NO

CHAPTER **11**

**VERIFICATION OF CREDITOR MATRIX**

The above named Debtor hereby verifies that the attached list of creditors is true and correct to the best of his/her knowledge.

Date 4/21/2014

Signature   
*Hilel Chowaiki*  
President

Date \_\_\_\_\_

Signature \_\_\_\_\_

A+ Plus Real Estate  
1730 Bassett  
El Paso, TX 79901

A+ Real Estate, LLC  
1730 Bassett  
El Paso, TX 79901

ABF Freight System, Inc.  
1321 Gail Borden Place  
El Paso, TX 79935-5301

ABF Multimodal  
P.O. Box 10048  
Ft. Smith, Arkansas 72917-0048

Abraham Chowaiki  
1037 Singing Hills  
El Paso, TX 79912

AFS/IBEX Financial Services  
P.O. Box 650786  
Dallas, TX 75265-0786

American & Efird, Inc.  
P.O. Box 741988  
Atlanta, GA 30374

American Express Gold  
P.O. Box 650448  
Dallas, TX 75265-0448

American Express Green  
P.O. Box 650448  
Dallas, TX 75265-0448

Atlas Sewing Parts & Supplies  
1630-D Texas Avenue  
El Paso, TX 79901

BBVA Compass  
P.O. 797808  
Dallas, TX 75379-7808

Checkpoint Systems, Inc.  
P.O. Box 8538-0379  
Philadelphia, PA 19171-0379

City of Lakewood  
480 S. Allison Pkwy  
Lakewood, CO 80226

Customs & Border Protection  
Attn: FP&F Officer  
6650 Telecom Drive, Ste. 100  
Indianapolis, IN 46278

David Aelvoet  
Linebarger, Goggan, Blair  
711 Navarro, Suite 300  
San Antonio, TX 78205

David Chowaiki  
501 Sand Bar Ct.  
El Paso, TX 79922

David Chowaiki  
501 Sand Bar Court  
El Paso, TX 79922

Diana Mallum  
22548 Alabado  
San Antonio, TX 78261

El Paso County Tax Assessor/Collector  
P.O. Box 2992  
El Paso, TX 79999

El Paso DHC Enterprises West  
301 Williams  
El Paso, TX 79901

El Paso Disposal  
P.O. Box 660177  
Dallas, TX 75266-0177

Expeditors Intl of Wash  
P.O. Box 960699  
EL Paso, TX 79996

Fed Ex Freight  
Dept CH P.O. Box 10306  
Palatine, IL 60055-0306

Federal Express  
P.O. Box 660481  
Dallas, TX 75266-0481

First Community Financial  
4000 N. Central Ave., Ste 100  
Phoenix, AZ 85012

GECU  
1225 Airway  
EL Paso, TX 79925

Harrel L. Davis, III  
Gordon, Davis, Johnson & Shane.  
4695 North Mesa, Suite 100  
El Paso, Texas 79912

Hiett Pharr & Associates, LLC  
2211 E. Missouri, N221  
El Paso, TX 79903

Hilel Chowaiki  
1037 Singing Hills  
El Paso, TX 79912

Internal Revenue Service  
Cincinnati, OH 45999-0150

Internal Revenue Service  
P. O. Box 7346  
Philadelphia, PA 19101-7346

Internal Revenue Service  
P. O. Box 21126  
Philadelphia, PA 19114

Jefswin  
14/F, No. 157  
5 Min Shen E. Rd.  
Taipei, Taiwan

Jesse Esparza  
2929 Titanic  
EL Paso, TX 79904

Jesus Esparza  
5301 Pikes Peak  
El Paso, TX 79904

Leo Gus Haddad  
2400 Montana Ave, Ste. 5  
El Paso, TX 79903

Maderia USA, Ltd.  
P.O. Box 6068  
Laconia, NH 03246

Milberg Factors, Inc.  
c/o Stephen C. Nickey  
1201 N. Mesa, Suite B  
El Paso, TX 79902

Nadia Chowaiki  
1037 Singing Hills  
El Paso, TX 79912

Nexgen Packaging  
718-B State Street  
Santa Barbara, CA 93101

Paxar Far East Ltd Graphics  
P.O. Box 7247  
Philadelphis, PA 19170-7506

Polartec, LLC  
P.O. Box 842860  
Boston, MA 02284-2860

ProTech Home System  
7370 Temcon Circle  
El Paso, TX 79912

Provo Town Center  
1200 Towne Center Blvd.  
Provo, UT 84601

Quality Distribution, Inc.  
421 John Glenn Road  
Salt Lake City, UT 84116

Racy L. Haddad  
901 S. Mopac Expressway  
Barton Oaks Plaza One, Ste. 300  
Austin, TX 78746

Recreational Equipment, Inc.  
1700 45th Street East  
Sumner, WA 98352

RM Customhouse Brokers, Inc.  
4707 Montana, Ste. 203  
El Paso, TX 79903

Roberto Torres, CPA  
P.O. Box 26608  
El Paso, TX 79926-6608

Rudolph Miles Warehouse  
301 N. Concepcion  
El Paso, TX 79905

Shanghai Maxim Garment Accesso  
No. 643 Hongzhong Road  
Shanghai 201103 China

Spinning Wheels Express  
Brokerage Division  
152 Lynnway - Ste. 2-D  
Lynn, MA 01902

Sprint  
P.O. Box 4181  
Carol Stream, IL 60197-4181

Stephen H. Nickey  
1201 N. Mesa, Suite B  
El Paso, TX 79902

SupplyOne Tucson, Inc.  
P.O. Box 676685  
Dallas, TX 75267-6685

Texas Workforce Commission  
TEC Building - Bankruptcy  
101 East 15th Street  
Austin, TX 78778

TexTape, Inc.  
915 Pendale Rd.  
El Paso, TX 79907

The Mills-a Simon Company  
14500 W. Colfax, Ste. 100  
Lakewood, CO 80401

TradeLink Technologies, Inc.  
725 Providence ROad, Ste. 319  
Charlotte, NC 28207

Travelers  
CL Remittance Center  
P.O. Box 660317  
Dallas, TX 75266-0317

United Parcel Service  
Lockbox 577  
Carol Stream, IL 60132-0577

United States Attorney  
601 N.W. Loop 410, Suite 600  
San Antonio, Texas 78216

United States Trustee  
P.O. Box 1539  
San Antonio, TX 78295

Verizon Wireless  
P.O. Box 660108  
Dallas, TX 75266-0108

Wells Fargo Credit Card  
NW 7091 P.O. Box 1450  
Minneapolis, MN 55485

Xerox Corporation  
P.O. Box 827598  
Philadelphia, PA 19182-7598

XPEDX  
6839 Market  
El Paso, TX 79915

YRC Freight  
P.O. Box 730375  
Dallas, TX 75373-0375